

Tyll Michael A
 Form 4
 May 17, 2013

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Tyll Michael A

2. Issuer Name and Ticker or Trading Symbol
 STANLEY BLACK & DECKER, INC. [SWK]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 1000 STANLEY DRIVE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 05/15/2013

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Pres., Engineered Fastening

NEW BRITAIN, CT 06053

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock	05/15/2013		M		2,008	A	\$ 47.21 52,917
Common Stock	05/15/2013		S		2,008	D	\$ 80.3531 50,909
Common Stock	05/15/2013		M		2,677	A	\$ 64.52 53,586
Common Stock	05/15/2013		S		2,677	D	\$ 80.3531 50,909
Common Stock	05/15/2013		M		15,300	A	\$ 72.44 66,209

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Common Stock	05/15/2013	S	15,300	D	\$ 80.3531	50,909	D
Common Stock	05/15/2013	M	22,950	A	\$ 69.31	73,859	D
Common Stock	05/15/2013	S	22,950	D	\$ 80.3531	50,909	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Stock Option (Right to Buy)	\$ 47.21	05/15/2013		M	2,008	<u>(1)</u> 04/25/2014	Common Stock	2,008
Stock Option (Right to Buy)	\$ 64.52	05/15/2013		M	2,677	<u>(1)</u> 04/24/2015	Common Stock	2,677
Stock Option (Right to Buy)	\$ 72.44	05/15/2013		M	15,300	<u>(1)</u> 04/18/2016	Common Stock	15,300
Stock Option (Right to Buy)	\$ 69.31	05/15/2013		M	22,950	<u>(1)</u> 04/17/2017	Common Stock	22,950

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

Tyll Michael A
1000 STANLEY DRIVE
NEW BRITAIN, CT 06053

Pres., Engineered Fastening

Signatures

/s/ Bruce H. Beatt,
Attorney-in-Fact

05/17/2013

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The option is currently exercisable.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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